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UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK

BMG MUSIC d/b/a J RECORDS,

Plaintiff,

v.

J7 RECORDS, INC.,

Defendant.

Case No. 07 Civ. 6076 (MGC)

**DECLARATION OF JULIE SWIDLER IN OPPOSITION TO
DEFENDANT'S MOTION TO DISMISS**

I, Julie Swidler, declare under penalty of perjury:

1. I am the Executive Vice President of Business & Legal Affairs for the BMG US Label Group, which includes, among other record labels, plaintiff BMG Music d/b/a/ J RECORDS ("J Records"), a general partnership organized and existing under the laws of New York with a principal place of business at 550 Madison Avenue, 15th Floor, New York, New York 10022. I submit this declaration in opposition to the Motion to Dismiss for Lack of Personal Jurisdiction filed by defendant J7 Records, Inc. ("Defendant"). This declaration is based on my personal knowledge, the records of my company, and matters about which I have been informed by persons acting under my supervision.

2. J Records' headquarters are located in New York City. It does not have any offices in the State of Louisiana.

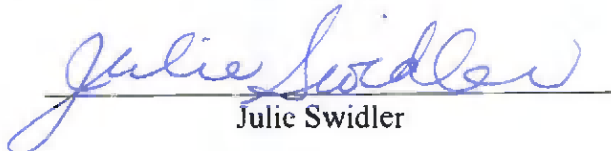
3. In its Initial Disclosures Pursuant to Fed. R. Civ. P. 26(a)(1) submitted in this action, J Records identified the following company officers and employees as individuals believed likely to have discoverable information to support Plaintiff's claims: Mr. Scott Sylvester, Director, Business Affairs and New Media, RCA Music Group; Ms. Marsha Bowen Washington, National Director, Urban Sales and Retail Marketing, BMG U.S. Label Group; Mr. Thomas Fervoy, Senior Director, Marketing, RCA Music Group; Mr. Andrew Berkowitz, Vice-President, Artist Relations, RCA Music Group; Ms. Jennifer Fowler, Vice-President, Digital Marketing, RCA Music Group; and Ms. Mika El-Baz, Senior Vice-President, Publicity, RCA Music Group. Each of the aforementioned officers and employees works in our New York City offices.

4. The vast majority of company records that would be relevant to J Records' claims in this action are located in our New York City offices.

5. Litigation in Louisiana would impose a great burden and expense on J Records.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 11, 2008 at New York, New York.


Julie Swidler